

Ford Elsaesser, ISB #2205
Bruce A. Anderson, ISB #3392
ELSAESSER JARZABEK ANDERSON
ELLIOTT & MACDONALD, CHTD.
Attorneys at Law
320 East Neider Avenue, Suite 102
Coeur d'Alene, ID 83815
Tel: (208) 667-2900
Fax: (208) 667-2150
Email ford@ejame.com
brucea@ejame.com

Attorneys for Debtor-in-Possession

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MONTANA

In re:

Roman Catholic Bishop of Helena, Montana,
a Montana Religious Corporation Sole
(Diocese of Helena),

Debtor-In-Possession.

Case No. 14-60074

Chapter 11

**MOTION FOR AUTHORIZATION TO SELL REAL PROPERTY (LEGENDARY
LODGE); TO AUTHORIZE DEBTOR TO TAKE CERTAIN ACTIONS AND EXECUTE
DOCUMENTS INCLUDING A MORTGAGE, AND LEASE, AND NOTICE**

TO: CREDITORS AND PARTIES OF INTEREST:

The Roman Catholic Bishop of Helena, Montana, a Religious Corporation Sole (Diocese of Helena) ("Diocese"), Debtor-in-Possession herein, proposes to sell certain real property known as the "Legendary Lodge;" to execute a Mortgage on behalf of St. Francis of Assisi Parish to finance the purchase thereof; and to execute a lease on behalf of the Diocese to lease said property from the purchaser.

MOTION FOR AUTHORIZATION TO SELL REAL
PROPERTY (LEGENDARY LODGE); TO AUTHORIZE
DEBTOR TO TAKE CERTAIN ACTIONS AND
EXECUTE DOCUMENTS INCLUDING
A MORTGAGE AND LEASE, AND NOTICE

I. SUMMARY OF RELIEF REQUESTED

The Diocese is proposing to sell the Legendary Lodge real property to The Foundation for the Diocese of Helena, a Montana Non-Profit Benefit Corporation ("Foundation") for the sum of Three Million Five Hundred Eighty Five Thousand Dollars (\$3,585,000.00). To that end, the Diocese and the Foundation have entered a Buy-Sell Agreement, subject to the approval of the United States Bankruptcy Court for the District of Montana (Court), a copy of which is attached hereto as Exhibit A.

The purchaser is an independently-managed related party that provides financial support for the Diocese of Helena and for certain missions and other charitable works related to the Diocese and the Catholic community within the Diocese.

This Motion also seeks authorization to allow the Diocese, for the sole and exclusive benefit of St. Francis of Assisi Parish, to execute on behalf of said Parish a Mortgage, as Mortgagee, for certain loaned funds provided by the Parish to the Foundation to purchase said Legendary Lodge. This mortgage will be secured in second position on the Lodge.

Further, this Motion seeks authority to allow the Diocese to enter into a long-term lease of the Legendary Lodge from the Foundation for a nominal lease payment, together with the assumption of all obligations, by the Diocese of maintenance, liability insurance, casualty insurance, taxes, and assessments, in the nature of a triple-net lease.

II. AUTHORITY FOR RELIEF REQUESTED

The Diocese seeks the relief contained in this Motion under the provisions of 11 U.S.C. § 363(b)(1), F.R.B.P. 6004 and Montana Local Bankruptcy Rule 6004-1. In other words, the Diocese is seeking Court approval because the transactions proposed are outside the normal, and usual, ordinary course of business of the Diocese.

For the reasons explained hereinafter, the Diocese believes that the transactions sought to be approved hereunder, collectively referred to as the “Legendary Lodge Sale” are in the best interest of the Creditors of the Diocese.

III. FACTUAL BACKGROUND

The Legendary Lodge is a recreational and religious retreat property located on Seeley Lake, Missoula County, Montana. The property is an unencumbered asset of the Diocese. An appraisal of the property, commissioned by the Foundation, was conducted in May, 2014. A copy of the summary of the appraisal is attached hereto as Exhibit B. Copies of the complete appraisal can be obtained by contacting the undersigned counsel for the Diocese.

The Legendary Lodge is located on Seeley Lake, about 45 miles northeast of Missoula, Montana. The facility serves principally as the diocesan summer camp, operating mid-June through mid-August, and offers week-long camps for youth entering grades 5-12. The facility is available at other times for use by parishes or for Catholic school-sponsored gatherings.

The camping experience includes the celebration of Mass, prayer experiences, and faith formation in addition to summer fun in a Catholic community atmosphere. The camp experience at the Legendary Lodge is one facet of the dynamic faith formation that takes place in the parishes and schools of the Diocese and is designed to connect participants to parish life.

The Diocese of Helena acquired the Legendary Lodge in 1950 and converted one building into a chapel. Initially the facilities were used as a summer residence for the Bishop, for seminarians, and as a site for summer recreation for priests. Since the mid-1960s, the Lodge has been used for summer camps for youth (always with a religious focus in a recreational setting), and for retreats and other spiritual opportunities for adults.

In 2014, the Legendary Lodge was staffed by a full-time Director, a full-time Caretaker, and summer camp staff of 19, along with approximately 25 volunteers. 620 campers participated in the camps in June, July and August of 2014. Additionally, from mid-August through September, 400 people participated in 10 retreats and fall parish/school gatherings.

Before the commencement of the bankruptcy, the Diocese has sought to obtain a way to realize the value of the Legendary Lodge, but continue its use for the benefit of the Catholic community of Western Montana. The Diocese has explored the possibility purchase of the property by donors to the Diocese; a partial sale to other Catholic Institutions, or a “hybrid” approach to that concept. Ultimately, agreement was reached with the Foundation whereby the Foundation would purchase the Legendary Lodge and lease it back to the Diocese, so long as the Diocese would be primarily responsible for raising all of the funds necessary to purchase the Legendary Lodge at appraised value, so that the Foundation would not have to utilize its invested and managed funds, which, among other things, would have the effect of “cannibalizing” funds that currently are earning returns that primarily benefit the Diocese and its missions.

Sufficient pledges have been received from a variety of donors such that the Foundation is now in a position to close on the property, subject to financing from two sources.

First, the Foundation has obtained a commitment for a bank loan of One Million Seven Hundred Thousand Dollars (\$1,700,000.00) from Opportunity Bank of Helena, Montana, which shall be a first mortgage on the Legendary Lodge property. The Diocese and the Foundation believe sufficient pledges will be obtained so that donor paying their pledge funds to the Foundation will repay this loan in a timely manner.

Second, St. Francis of Assisi Parish, which is the beneficiary of the Helppie Trust, has agreed to loan One Million Dollars (\$1,000,000.00) of Helppie Trust funds in the form of a second mortgage which also will be repaid by funds donated for such purpose to the Foundation.

The Foundation has received sufficient donated funds to pay the balance of the purchase price of Eight Hundred Eighty-Five Thousand (\$885,000.00), which will effectively be the “down payment” at closing. The Diocese will receive the entire purchase price, which will be held in its Debtor-in-Possession account pending confirmation of the Joint Plan on file herein or further Order of this Court.

There exists the risk, as described above, that sufficient donated funds will not be received by the foundation to pay off the entire Two Million, Seven Hundred Thousand (\$2,700,000.00) of loaned funds. Based upon donor activities so far, the Diocese and the Foundation believe this to be a manageable risk, and that it is unlikely that the Foundation will have to “invade” funds it manages in the ordinary course for the benefit of the Diocese and its missions.

The net sales proceeds, less normal and usual real estate closing costs would be utilized for the following purposes:

1. To partially fund the amounts necessary to fully fund the trusts for the benefits of sexual abuse claimants, including future claimants, net of the amounts provided by the Diocese insurers;
2. To provide funding for the payment of allowed administrative expenses of the Chapter 11 case;
3. To provide the Diocese, which it is anticipated will be a reorganized Debtor, with reserves for unanticipated shortfalls and donations or unanticipated major expense items;
4. To the extent funds are available, to pay down Diocese secured debt and to assist in restructuring the same.

St. Francis of Assisi Parish is the named residual beneficiary of the Helppie Trust, the Helppie Trust consists of approximately One Million, One Hundred Thousand Dollars

(\$1,100,000.00) on deposit with Wells Fargo Bank, the current trustee; and the approximate amount of Seven Hundred Thousand Dollars (\$700,000.00) currently held in the Katherine Helppie estate, which will ultimately pour over to the Helppie Trust. A copy of the Order (Montana 21st District, Ravalli County) approving the Distribution of Trust Assets, dated February 27, 2014, is attached hereto as Exhibit C.

The residual of the Helppie Trust was designated for the benefit of the St. Francis Parish, and the St. Francis Parish has agreed to assist with the financing of the Legendary Lodge Sale as set out above. Based upon the terms of the Court Order referred to above, the transfer of these funds towards the purchase price of the Legendary Lodge, as well the granting of the mortgage and the receipt of the Note would require the Debtor, the Diocese, to act as Trustee for the benefit of St. Francis of Assisi Parish, even though the Diocese has no direct or indirect interest in the Trust funds. Therefore, to close the transaction it is necessary for the Diocese to authorize, on behalf of the Parish, the transfer of the One Million Dollar loaned funds to the closing agent; as well as to execute the second mortgage (as mortgagee) and to receive the promissory note for the sole and exclusive benefit of St. Francis of Assisi Parish. The repayment of the loan funds will be paid directly to the Parish, as said second mortgage is paid off.

Simultaneously with the closing of the transaction, the Foundation and the Diocese have agreed that the Diocese shall continue the operations of the Legendary Lodge as it has in the past, and shall enter into a long term lease agreement for the operation of the Legendary Lodge by the Diocese. The lease rate will be nominal, but the Diocese will assume all of the responsibilities it currently has now, such as interior and exterior maintenance of the improvements; operation of the lodge and caretaking of it offseason; providing for casualty and liability insurance, with the Foundation as an additional named insured; responsibility for any

taxes or assessments by Missoula County or any taxing districts; and the payment of all utilities. The lease, therefore, is similar in all respects to a triple-net lease. While the execution of the Legendary Lodge Sale, including the “lease-back” may be outside the ordinary course of the business of the Diocese, the expenses associated with the Legendary Lodge that are the bulk of the expenses under the lease-back are already expenses that are being paid under the ordinary course of business by the Diocese through its existing operation of the Legendary Lodge.

IV. BEST INTEREST OF CREDITORS OF THE ESTATE

As indicated previously, the net proceeds of sale will enable the Diocese to fully fund the payments necessary under the plan, including the payment of the various trusts, including the future claims trust for sexual abuse claimants, and the payment of the administrative expenses, including professional fees, of the Chapter 11 Bankruptcy proceeding.

An additional benefit is that the Diocese will have to borrow less money. Previously, this Court approved a loan from Placid Enterprises, LLC. (“Placid”), said Order being entered on January 9, 2015, Docket 398. The Placid loan approved therein originally contemplated the lending of Three Million Five Hundred Thousand Dollars (\$3,500,000.00). It also provided by its terms that if the Legendary Lodge were to sell, One Million Dollars (\$1,000,000.00) would be applied to the Placid loan. With the relief sought under this Motion, the Diocese will have to borrow only Two Million Five Hundred Thousand Dollars (\$2,500,000.00) from Placid, which will reduce interest costs to the Diocese going forward and provide additional assurance to secured and unsecured creditors being paid post-confirmation with regard to the ability of the Diocese to make its payments.

Finally, the remaining sales proceeds will provide at least a modest cushion for the operations of the Diocese going forward, including its abilities to make regular payments on secured and unsecured debts.

V. SUMMARY OF THE SALE

- a) A legal description of property to be sold, all located in Missoula County, Montana:

Lot 1, Section 8 and Lot 2, Section 9, Township 15 North, Range 14 West of the Montana Meridian, containing 31.54 acres and 16.85 acres, according to the United States Government Survey thereof; together with all water rights appertaining thereto; subject to all restrictions, reservations, easements, and rights-of-way of record.

- b) The sale is a private sale to the Foundation for the Diocese of Helena, of what is known as Legendary Lodge, a recreational and religious retreat located on Seeley Lake, Missoula County, Montana;

- c) Time and Place of Sale: Debtor-in-Possession intends to close no later than ten (10) days after Bankruptcy Court approval. Closing shall take place at Helena Abstract and Title Company in Helena, Montana;

- d) Terms of Sale: Purchase price is \$3,585,000.00. Purchase price shall be full paid at closing;

- e) Treatment of Existing Liens: No liens exist with the exception of unpaid real property taxes up to date of closing, which will be paid at closing;

- f) Value of Property to be Sold: Debtor-in-Possession estimates the value of the property to be sold at \$3,585,000.00, as set forth in the summary appraisal attached;

- g) Realtor's Commission: There is no realtor involved with this sale, thus no realtor's commission will be paid;

- h) Administrative Costs: ALL ESTIMATES: Title insurance and other closing costs estimated at \$5,000.00 shall be paid at closing and out of proceeds of sale;
- i) Authority for Conducting the Sale: The authorities as stated above include 11 U.S.C. § 363, F.R.B.P. 6004 and Montana Local Bankruptcy Rule 6004-1.

WHEREFORE, the Diocese moves the Court enter an Order pursuant to 11 U.S.C. § 363 (b) as follows:

- 1) Approving the sale of the Legendary Lodge property to the Foundation, under the terms and conditions of the Buy-Sell Agreement attached hereto as Exhibit A;
- 2) Authorizing the Diocese to execute documents on behalf of St. Francis of Assisi Parish to facilitate the funding of the One Million Dollar (\$1,000,000.00) loan to the Foundation for the purchase of Legendary Lodge, as well as authority to execute the mortgage documents and receive the promissory note for the sole benefit of St. Francis of Assisi Parish; and
- 3) Authoring the Diocese, simultaneously with the sale of the Legendary Lodge Foundation, to execute a long term lease to enable the Diocese to continue to operate the Legendary Lodge after the sale.

Respectively Submitted this 9th day of February, 2015.

ELSAESSER JARZABEK ANDERSON
ELLIOTT & MACDONALD, CHTD.

/s/ Bruce A. Anderson

Bruce A. Anderson
Attorney for Debtor-in-Possession

NOTICE OF OPPORTUNITY TO RESPOND AND REQUEST A HEARING

If you object to the relief in this motion or wish the Court reconsider its Order, you must file a written responsive pleading and request a hearing within fourteen (14) days of the date of the motion. The responding party shall schedule a hearing on the motion at least twenty-one (21) days after the date of the response and request for hearing and shall include in the caption of the responsive pleading in bold and conspicuous print the date, time and location of the hearing by inserting in the caption the following:

NOTICE OF HEARING

Date: _____

Time: _____

Location: _____

If no objections are timely filed, the Court may grant the relief requested as a failure to respond by any entity shall be deemed an admission that the relief requested should be granted.

DATED this 9th day of February, 2015.

ELSAESSER JARZABEK ANDERSON
ELLIOTT & MACDONALD, CHTD.

/s/ Bruce A. Anderson

Bruce A. Anderson

Attorneys for Debtor-In-Possession

CERTIFICATE OF SERVICE

I, Bruce A. Anderson, declare as follows:

I am employed by Elsaesser Jarzabek Anderson Elliott & Macdonald, Chtd., Coeur d'Alene, Idaho; I am over the age of eighteen years and not a party to this action; the firm's business address is 320 East Neider Avenue, Suite 102, Coeur d'Alene, Idaho 83815.

I certify that on February 9, 2015, I served the foregoing MOTION FOR AUTHORIZATION TO SELL REAL PROPERTY (LEGENDARY LODGE); TO AUTHORIZE DEBTOR TO TAKE CERTAIN ACTIONS AND EXECUTE DOCUMENTS INCLUDING A MORTGAGE, AND LEASE, AND NOTICE on all ECF participants as indicated on the Court's ECF system.

Additionally, by regular first class mail, I mailed a copy to the parties on the attached MML.

Additionally, by regular first class mail, I mailed a copy to the following non-ECF partie(s)

Hon. Michael Hogan (Retired), 21 West Sixth Street, Eugene, OR 97401

Placid Enterprises, LLC, c/o Martin King, PO Box 387, Seely Lake MT 59868

Additionally, by regular first class mail, I mailed a copy to the following non-ECF parties (names and addresses omitted to protect the privacy of the parties):

W.B., S.D., C.D., A. H.,

C.W. #6, J.L. #7, E.B. #8, M.P. #395, F.T. #396, H.H #404

I swear under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

Dated: February 9, 2015

ELSAESSER JARZABEK ANDERSON
ELLIOTT & MACDONALD, CHTD.

/s/ Bruce A. Anderson

Bruce A. Anderson

Label Matrix for local noticing
0977-2
Case 14-60074
U.S. Bankruptcy Court, District of Montana
Butte
Mon Feb 9 09:31:00 MST 2015

ROMAN CATHOLIC BISHOP OF HELENA, MONTANA, A
PO BOX 1729
HELENA, MT 59624-1729

Ursuline Western Province
c/o Susan G. Boswell
Quarles & Brady LLP
One S. Church Ave.
Suite 1700
Tucson, AZ 85701-1630

Allegiance Benefit Plan Mgmt.
Flexible Benefits
P.O. Box 4346
Missoula MT 59806-4346

Anaconda Catholic Community
217 W. Pennsylvania
Anaconda, MT 59711-1927

Assoc. Catholic Diocesan Archivists
c/o Brian B. Fahey, Treasurer
P.O. Box 818
Charleston SC 29402-0818

Butte Catholic Community N.
102 South Washington Street
Butte, MT 59701-1638

Catherine Rice
1019 Lewisohn
Butte, MT 59701-8725

Chris Fichtl
Sharon Stier
Rivkin Radler
926 RXR Plaza
Uniondale, NY 11556-3823

Clergy Senior Status Trust
c/o Marie T. Mullarkey
Wells Fargo
350 N. Last Change Gulch, 2nd Fl.
Helena MT 59601-5012

Great American Insurance Company
c/o Crowley Fleck PLLP
P.O. Box 7099
Missoula, MT 59807-7099

The Foundation for the Diocese of Helena
324 Main SW
Ronan, MT 59864-2707

U.S. Bankruptcy Court, District of MT
Room 263 Federal Building
400 North Main
Butte, MT 59701-8866

America Press, Inc.
P.O. Box 293159
Dayton OH 45429-9159

Anderson Zurmuehlen
828 Great Northern Blvd.
Helena MT 59601-3357

B&D Associates
dba Crowne Plaza Union Station
123 W. Louisiana Street
Indianapolis IN 46225-1049

Butte Catholic Schools
9 S. Idaho Street
Butte, MT 59701-1609

Catholic Mutual Group
10843 Old Mill Road
Omaha, NE 68154-2600

Christ the King Parish
1400 Gerald Avenue
Missoula, MT 59801-4230

Colleen Tuxbury-Tripp
1568 Cornerstone Drive
Missoula, MT 59802-8611

MT Dept of Environmental Quality
P.O. Box 200901
Helena, MT 59620-0901

Tort Claimants c/o Datsopoulos, MacDonald &
Datsopoulos, MacDonald & Lind, P.C.
201 W. Main Street, Suite 201
Missoula, MT 59802-4326

ANDERSON ZURMUEHLEN
ATTN: KEVIN KELLEY
PO BOX 1040
HELENA, MT 59624-1040

(p)AMERICAN HONDA FINANCE
P O BOX 168088
IRVING TX 75016-8088

Annuity Fund
515 N. Ewing Street
P.O. Box 1729
Helena, MT 59624-1729

Blessed Trinity Catholic Com
1475 Eaton Street
Missoula, MT 59801-3224

Catalina Sugayan and Peter Horst
Great American Insurance Counsel
One N. Wacker Drive, Ste 4200
Chicago, IL 60606-2862

Charles Launer
363 Jensen Road
Columbia Falls, MT 59912-9218

Christopher and Michelle Field
1813 Colorado Gulch
Helena, MT 59601-9647

Connect Telephone and Computer Grp
1306 Central Avenue
Billings, MT 59102-5531

Current Fund
515 N. Ewing Street
P.O. Box 1729
Helena, MT 59624-1729

Custodian Funds
515 N. Ewing St.
P.O. Box 1729
Helena, MT 59624-1729

Dan and Cheryl McCauley
P.O. Box 1137
Helena, MT 59624-1137

Daniel and Marjorie Doyle
1665 Sunflower Drive
Missoula, MT 59802-3303

David Spector, Luis DeLucia
Ray Miller
Schiff Hardin LLP
666 Fifth Avenue, 17th Fl.
New York, NY 10103-1700

David and Joyce Roberts
635 North Ewing
Helena, MT 59601-3604

David and Mary Beth Garding
7090 Applegate Drive
Helena, MT 59602-9095

David and Suzanne Peterson
229 Mansion Heights Drive
Missoula, MT 59803-2473

Dean and Arlette Randash
1941 Virginia Dale Street
Helena, MT 59601-5886

Deanna Huseeth
P.O. Box 5751
Missoula, MT 59806-5751

Delbert and Theresia Gilchrist
705 Park Avenue
Whitefish, MT 59937-2831

Donald and Beverly Opitz
1500 Ohio Avenue
Helena, MT 59601-5429

Donald and Karrin Sax
15940 Highland Drive
Florence, MT 59833-5946

Donald and Mary Shaughnessy
1040 Anglers Bend Way
Missoula, MT 59802-5547

Donald and Patricia Graber
P.O. Box 1091
East Helena, MT 59635-1091

Dr. Mary Langenderfer
3125 Pattee Canyon Road
Missoula, MT 59803-1704

Elwood Lapham
c/o Patricia McCloe
Deserre Sauers, Guardians
12853 Pink Street
Brooklyn, MI 49230-9331

Emmett Kent
dba ETAK Electric
P.O. Box 8
Elliston MT 59728-0008

Empire Office Machines
821 N. Last Chance Gulch
Helena, MT 59601-3352

Endowment Fund
515 N. Ewing Street
P.O. Box 1729
Helena MT 59624-1729

Eugene Tripp
P.O. Box 7103
Missoula, MT 59807-7103

FIRST INTERSTATE BANK
PO BOX 5299
HELENA, MT 59604-5299

First Interstate Bank
25 E. Lyndale Avenue
P.O. Box 5299
Helena, MT 59604-5299

Flint Creek Catholic Community
P.O. Box 329
Drummond MT 59832-0329

Foundation for the Diocese Helena
515 N. Ewing Street
P.O. Box 1729
Helena, MT 59624-1729

Fred Marczyk, Michael Pompeo
Richard Vinci
Drinker Biddle and Reath LLP
1177 Ave. of the Americas, 41st Fl.
New York, NY 10036-2714

Fred and Gayle Stout
10635 Mullan Road
Missoula, MT 59808-8432

Fred and Suzie Stradinger
94 Antelope Drive
Dillon, MT 59725-8891

GREAT AMERICAN FINANCIAL SERVICES CORPORATIO
FKA GREAT AMERICAN LEASING CORP
ATTN:PEGGY UPTON, LITIGATION SPECIALIST
PO BOX 609
CEDAR RAPIDS IA 52406-0609

George P. Burns
2555 Ferndale, 110
Helena MT 59601-8021

Good Samaritan Thrift Store
3067 N. Montana Avenue
Helena, MT 59601-0552

(p)GREATAMERICA FINANCIAL SERVICES CORPORATIO
PO BOX 609
CEDAR RAPIDS IA 52406-0609

Guatemala General
515 N. Ewing Street
P.O. Box 1729
Helena, MT 59624-1729

Guatemala Nurses Fund
515 N. Ewing Street
P.O. Box 1729
Helena, MT 59624-1729

Henry Dahl
1015 Harrison
Helena, MT 59601-2622

Herbert and Kathryn Wanke
63 Blue Bird Land
Whitehall, MT 59759-9701

Holy Cross Parish
101 S. Walnut
P.O. Box 610
Townsend, MT 59644-0610

Holy Family Parish
609 Quaw Blvd.
Belgrade, MT 59714-3140

Holy Rosary Parish
220 W. Main Street
P.O. Box 96
Bozeman, MT 59771-0096

Holy Spirit Parish
3930 East Lake Street
Butte, MT 59701-4399

Immaculate Conception Parish
1002 4th Avenue, E
P.O. Box 1477
Polson, MT 59860-1477

Immaculate Conception Parish
605 Clark Street
P.O. Box 786
Deer Lodge, MT 59722-0786

Interlogic Outsourcing, Inc.
25325 Leer Drive
Elkhart, IN 46514-5428

Invesco
Paul Maloy
40 W. Lawrence Street, Ste. C
Helena, MT 59601-5083

James Murray, Jared Zola
Ronald Waterman
Dickstein Shapiro, LLP
1825 Eye Street NW
Washington, DC 20006-5417

James Stang
Pachulski Stang Ziehl & Jones
10100 Santa Monica Blvd.
13th Floor
Los Angeles, CA 90067-4114

James and Darlene Michlig
50 Morning View Drive
Kalispell, MT 59901-7213

James and Elizabeth McGovern
P.O. Box 455
Cut Bank, MT 59427-0455

James and Joyce Moerkerke
P.O. Box 346
Stevensville, MT 59870-0346

James and Kathleen Cummings
800 Monegan Road
Whitefish, MT 59937-8283

James and Stella Ziegler
3040 Hollow Tree Road
Billings, MT 59101-9422

Jason King
Patton Boggs LLP
One Riverfront Plaza, 6th Floor
1037 Raymond Blvd.
Newark, NJ 07102-5428

Jeff Hollenback
4601 Goodan Lane
Missoula, MT 59808-9009

Jeff Kahane, Russell Roten
Duane Morris LLP
865 S. Figueroa St., Ste. 3100
Los Angeles, CA 90017-5450

Jennifer and Steven Schmitt
14 Sidewinder Loop
Clancy, MT 59634-9824

Jerry and Jan Cashman
2055 Springhill Road
Bozeman, MT 59718-8461

Jim Butts
2855 Swan Highway
Bigfork MT 59911-6414

Joan Powell
1001 River Lakes Pkwy, Apt. 123
Whitefish, MT 59937-7859

John Hall
c/o. St. John Vianney Seminary
1300 S. Steele Street
Denver CO 80210-2526

John Stimson
2 Indian Creek Road
Sheridan, MT 59749-9632

John and Carolyn Snively
234 Beverly Avenue
Missoula, MT 59801-5927

John and Lois Hammett
1215 Sunnyside
Kalispell, MT 59901-7491

Joseph Hampton
Betts, Patterson and Mines
One Convention Place
701 Pike Street, Suite 1400
Seattle, WA 98101-3927

Joseph Shevlin
1727 Jerome Place
Helena, MT 59601-4620

Josephine Rodriguez
631 Cedarwood Drive
Powell, WY 82435-1749

KATHRYN WANKE
63 BLUE BIRD LAND
WHITEHALL MT 59759-9701

Karen Riedl
426 Lilly Road NE, No.118
Olympia, WA 98506-6932

Kathleen Murphy
P.O. Box 477
Mosier, OR 97040-0477

Keith Talbot, Scott Jamieson
Michael Patterson
Patterson Buchanan Fobes Leitch
2112 Third Ave., Ste. 500
Seattle, WA 98121-2326

Kelly and Shelly Wills
3032 Queen Street
Missoula, MT 59801-8651

Kevin and Judy Fredenberg
1616 34th Street
Missoula, MT 59801-8938

Kyle and Mary Eckmann
5 Lava Mountain Court
Montana City, MT 59634-9673

Larry and Loretta Tribble
P.O. Box 803
Three Forks, MT 59752-0803

Latin American Missions
515 N. Ewing Street
P.O. Box 1729
Helena, MT 59624-1729

Little Flower Parish
204 1st Street, N.W.
P.O. Box 529
Browning, MT 59417-0529

Liturgy Training Publications
3949 S. Racine Avenue
Chicago IL 60609-2523

Living Water Catholic Church
152 S.O.S. Road
P.O. Box 995
Seeley Lake, MT 59868-0995

Lois Ashton Hughes
915 Saddle Drive, No. 328
Helena, MT 59601-6088

Lorraine Zimmerman
285 Madison Avenue, Apt. 201
Bainbridge Island, WA 98110-2589

MARKETTE & CHOUINARD, P.C.
DUSTIN CHOUINARD
601 SOUTH FIRST STREET
HAMILTON, MT 59840-2812

MONTANA DEPARTMENT OF REVENUE
BANKRUPTCY SPECIALIST KIM DAVIS
PO BOX 7701
HELENA, MT 59604-7701

Madison County Catholic Comm
105 Poppleton
P.O. Box 17
Sheridan, MT 59749-0017

Marlene Wheeler
P.O. Box 155
Pablo, MT 59855-0155

Mary DeYoung
Soha and Lang
1325 Fourth Avenue
Suite 2000
Seattle, WA 98101-2570

Mary Pyfer
716 Red Letter Street
Helena, MT 59601-5808

Michael and Katherine McKenna
3915 Sourdough Road
Bozeman, MT 59715-8013

Michael and Mary Dixon
46 Forest Park Drive
Clancy, MT 59634-9756

Montana Dept. Environmental Quality
1520 E. 6th Avenue
Helena, MT 59601-4541

Montana Pro Audio
1200 W. Porphyry Street
Butte, MT 59701-2130

Morrison Maierle, Inc.
1 Engineering Place
P.O. Box 6147
Helena MT 59604-6147

Mountain West Bank
1225 Ceder Street
P.O. Box 6013
Helena, MT 59604-6013

National Conference for
Catechetical Leadership
3031 Fourth Street, Suite B
Washington DC 20017-1102

Northwest Archivists, Inc.
Oregon Jewish Museum
1953 NW Kearney
Portland OR 97209-1414

OFFICE OF THE U.S. TRUSTEE
U.S. TRUSTEE'S OFFICE
LIBERTY CENTER SUITE 204
301 CENTRAL AVE
GREAT FALLS, MT 59401-3113

Our Lady of Lourdes
1502 Shirley Road
Helena, MT 59602-6639

Our Lady of Mercy Parish
500 Dewey Avenue
P.O. Box 626
Eureka, MT 59917-0626

Our Lady of Pines Parrish
437 Madison
P.O. Box 577
West Yellowstone, MT 59758-0577

Our Lady of Swan Valley
21592 Sycamore Tree Lane
Bigfork, MT 59911-7907

Our Lady of the Valley
1502 Shirley Road
Helena, MT 59602-6639

Pamela Zuhoski
18 Mueller Court
Helena, MT 59601-5446

Patrick and Deborah Marrinan
32219 Cutting Horse Lane
Polson, MT 59860-7584

Patti Cassidy
2312 Garland Drive
Missoula MT 59803-1102

Paula Loving
1510 Chestnut Street
Helena, MT 59601-1065

Phil Maronick
2508 Primrose Lane
Helena, MT 59601-0315

Phyllis Odermann
c/o Wendy Ekre
PO Box 202
Beach, ND 58621-0202

Pope John Paul II Parish
195 Cloverdell Road
P.O. Box 277
Bigfork, MT 59911-0277

Randall and Mary Fraser
10 Pine Ridge Circle
Clancy, MT 59634-9760

Ravalli County Bank
P.O. Box 150
Hamilton, MT 59840-0150

Raymond Leopold
3360 Whitefish Stage Road
Kalispell, MT 59901-6727

Resurrection Cemetery
3700 N. Montana Avenue
P.O. Box 5029
Helena, MT 59604-5029

Resurrection Parish
1725 S. 11th Avenue
Bozeman, MT 59715-5404

Rev. Daniel Shea
818 N. Benton Avenue
Helena, MT 59601-2746

Rev. Edward Stupca
Marquis Room 206
300 Mount Highland Drive
Butte, MT 59701-4080

Rev. John Darragh
730B Missy's Way
Missoula, MT 59801

Rev. John Hunthausen
6 Wood Court
Helena, MT 59601-0167

Rev. John Wang
425 Ford Street
Missoula, MT 59801-4246

Rev. Joseph Oblinger
2400 Durston Road, No. 37
Bozeman, MT 59718-1860

Rev. Robert Noonan
2815 Old Fort Road, Apt. 304
Missoula, MT 59804-7409

Rev. Stephen Tallman
5630 Lower Woodchuck Road
Florence, MT 59833-6624

Reverend Edward Stupca
300 Mount Highland Drive
Butte MT 59701-4080

Reverend Frank McCormick
2409 Mary Jane Blvd.
Missoula MT 59808-5886

Reverend Gregory Burke
25 Burning Tree Lane
Butte MT 59701-3936

Reverend John J. Darragh
730 Missy's Way
Apt. B
Missoula MT 59801-1487

Reverend John Murray
901 Pennsylvania Avenue
Deer Lodge MT 59722-1743

Reverend Joseph Byrne
2801 Colonial Drive
Apt. 215
Helena MT 59601-8040

Reverend Kenneth Fortney
3 Willowbrook Close
Whitefish MT 59937-8100

Reverend Msgr. Joseph Harrington
1726 Cannon
Helena MT 59601-1964

Reverend Richard Sodja
2530 Wildwood Lane, No 5
Helena MT 59601-8027

Reverend Stephen Tallman
5630 Lower Woodchuck Road
Florence MT 59833-6624

Reverend Thomas M. O'Donnell
1701 Prospect Avenue
3H
Helena MT 59601-4598

Reverend Victor Langhans
P.O. Box 856, CMR 701
APO AP 96555

Richard Pyfer
534 Diehl Drive
Helena, MT 59601-5457

Richard Quinn
119116 Lone Pine
Silverbow, MT 59750-9703

Richard and Carolyn Gibbons
629 2nd Street
Helena, MT 59601-5331

Richard and Christine Snyder
253 Anderson Blvd.
Helena, MT 59601-0328

Richard and Darlene Samson
1605 Shadow Lane
Missoula, MT 59803-3409

Richard and Dawn Bishop
938 Rumble Creed Road
Condon, MT 59826-9017

Richard and Jonella Schwaller
1426 Cherry Drive
Bozeman, MT 59715-5925

Richard and Teresa Athman
575 Foley Lane
Hamilton, MT 59840-9008

Risen Christ Parish
65 W. Evergreen Drive
Kalispell, MT 59901-2809

Robert Vinel
Drinker Biddle and Reath LLP
1177 Avenue of the Americas
41st Floor
New York, NY 10036-2714

Robert and Adele Zanon
13840 SW Cherry Hill Court
Beaverton, OR 97008-4901

Robert and Louise Robinson
506 North Rodney Street
Helena, MT 59601-4012

Robert and Lynn Pearce, Jr.
50 Yellowstone Road
Columbia Falls, 59912-9262

Roman Catholic Bishop of Helena
515 North Ewing
P.O. Box 1729
Helena, MT 59624-1729

Roman Catholic Bishop of Helena, Montana,
a Montana Religious Corporation Sole (
PO Box 1729
Helena, MT 59624-1729

Rosabelle Maloney Stimson
2 Indian Creek Road
Sheridan, MT 59749-9632

Rose Ball Maloney
P.O. Box 139
Alder, MT 59710-0139

SANDEFUR LAW OFFICES
PATRICK SANDEFUR
100 RYMAN
MISSOULA, MT 59802-4307

STATE OF MONTANA, DEPT OF ENVIRONMENTAL QUAL
c/o KATHERINE M HAQUE-HAUSRATH
PO BOX 200901
HELENA MT 59620-0901

STS Cyril & Methodius Parish
120 W. Riggs
P.O. Box 1110
East Helena, MT 59635-1110

Sacred Heart Mission
1502 Shirley Road
Helena, MT 59602-6639

Sacred Heart Parish
35933 Round Butte Road
Ronan, MT 59864-2311

Sacred Heart, Belgian Colony
616 4th Street
P.O. Box 338
Valier, MT 59486-0338

Scott Schroeder, DDS
2445 S. 3rd Street, W.
Missoula, MT 59801-1330

Service Master Comm. Bldg. Service
P.O. Box 310
Helena, MT 59624-0310

Shaela Evenson
1810 Elm Street
Butte MT 59701-4816

Shareholder Representative, LLC
c/o Philip J. Carstens, Jr.
618 Riverside Ave., #300
Spokane, WA 99201-5102

Sheila McShane
P.O. Box 1729
Helena MT 59624-1729

Sister of Charity of Leavenworth
Delores Brinkel
P.O. Box 1729
Helena MT 59624-1729

Sisters of Charity Margaret Hogan
602 N 10th Street
Hamilton MT 59840-2059

Sisters of Charity Paula Tweet
3900 Juniper Lane
Butte MT 59701

Spirit of Christ Mission
1475 Eaton Street
Missoula, MT 59801-3224

St. Ann Parish
2100 Farragut Avenue
Butte, MT 59701-6102

St. Ann Parish
9015 Hwy 200 East
P.O. Box 1008
Bonner, MT 59823-1008

St. Anne Parish
BIA Road #1
P.O. Box 160
Heart Butte, MT 59448-0160

St. Anthony Parish
217 Tremont Street
Missoula, MT 59801-3997

St. Bartholomew Parish
407 2nd Avenue, S.E.
P.O. Box 422
White Sulphur Springs, MT 59645-0422

St. Catherine Parish
214 S. Elder
P.O. Box 205
Boulder, MT 59632-0205

St. Charles Parish
230 Baker Avenue
P.O. Box 128
Whitefish, MT 59937-0128

St. Francis Parish
411 S. 5th Street
P.O. Box 593
Hamilton, MT 59840-0593

St. Francis Parish
616 4th Street
P.O. Box 338
Valier, MT 59486-0338

St. Francis Xavier Parish
420 W. Pine Street
Missoula, MT 59802-4118

St. Helena Cathedral Parish
530 N. Ewing Street
Helena, MT 59601-4001

St. Ignatius Mission
300 Beartrack Avenue
P.O. Box 667
Saint Ignatius, MT 59865-0667

St. James Parish
109 W. Meany Street
P. O. Box 745
Plains, MT 59859-0745

St. John Parish
519 1st Avenue, S
P.O. Box 397
Fairfield, MT 59436-0397

St. John Vianney Parish
609 Quaw Blvd.
Belgrade, MT 59714-3140

St. John the Baptist
16680 Main Street
P.O. Box 329
Frenchtown, MT 59834-0329

St. John's Parish
1500 Cobban Street
Butte, MT 59701-5934

St. Joseph Mission
35933 Round Butte Road
Ronan, MT 59864-2311

St. Joseph Mission
437 Madison
P.O. Box 577
West Yellowstone, MT 59758-0577

St. Joseph Parish
28 3rd Street, NW
P.O. Box 286
Harlowton, MT 59036-0286

St. Joseph Parish
320 Main Street
P.O. Box 640
Choteau, MT 59422-0640

St. Joseph Parish
719 Utah Avenue
P.O. Box 1467
Libby, MT 59923-1467

St. Jude Parish
Hwy. 200, 100 Main Street
P.O. Box 802
Lincoln, MT 59639-0802

St. Margaret Parish
129 2nd Avenue, SE
P.O. Box 207
Cut Bank, MT 59427-0207

St. Mary Catholic Community
1700 Missoula Avenue
Helena, MT 59601-3966

St. Mary Mission
12 Broad Street
P.O. Box 329
Drummond, MT 59832-0329

St. Matthew Parish
602 S. Main Street
Kalispell, MT 59901-4898

St. Michael Parish
106 S. Maryland
Conrad, MT 59425-2016

St. Michael Parish
12 Broad Street
P.O. Box 329
Drummond, MT 59832-0329

St. Phillip Neri Parish
12 Broad Street
P.O. Box 329
Drummond, MT 59832-0329

St. Richard Parish
1210 9th Street W
P.O. Box 2073
Columbia Falls, MT 59912-2073

St. Rose of Lima Parish
226 S. Atlantic Street
Dillon, MT 59725-2717

St. Teresa Parish
107 - 2nd Avenue SE
P.O. Box 337
Whitehall, MT 59759-0337

St. Theodore Mission
530 N. Ewing Street
Helena, MT 59601-4001

St. Thomas Aquinas Mission
531 Main Street
Shelby, MT 59474-1809

St. Thomas Parish
108 Main Street
P.O. Box 90
Helmville, MT 59843-0090

St. William Parish
20 1st Avenue, NE
P.O. Box 18
Dutton, MT 59433-0018

St. William Parish
416 Preston Avenue
P.O. Box 186
Thompson Falls, MT 59873-0186

St. William Parish
531 Main Street
Shelby, MT 59474-1809

Steve and Rose Nistler
7691 Highway 12 W
Helena, MT 59601-9779

T. Weber Greiser
3125 Pattee Canyon Road
Missoula, MT 59803-1704

The Foundation for Diocese Helena
Jeanne Saarien
P.O. Box 1729
Helena, MT 59624-1729

The Sycamore Tree
21592 Sycamore Tree Lane
Swan Lake, MT 59911-7907

Thea Louise Seese
315 Saddle Drive, No.309
Helena, MT 59601

Thomas and Barbara Keegan
109 Wedgewood Lane
Helena, MT 59601-0166

Thomas and Donna Weiner
201 E. Lyndale Avenue
#50-405
Helena, MT 59601-2914

Tort Claimants
c/o Bryan Smith and Vito de la Cruz
Tamaki/Law Offices
1340 N. 16th Avenue, Suite C
Yakima, WA 98902-7106

Tort Claimants
c/o Joseph Blumel
Law Offices of Joseph A. Blumel III
4407 N. Division Street, Suite 900
Spokane, WA 99207-1660

Tort Claimants
c/o Lee James and Craig Vernon
James, Vernon & Weeks
1626 Lincoln Way
Coeur D Alene, ID 83814-2459

Tort Claimants
c/o Milt Datsopoulos, Molly Howard
Datsopoulos, MacDonald & Lind
201 W. Main Street, Suite 201
Missoula, MT 59802-4326

Tort Claimants
c/o Timothy Kosnoff and Daniel Fasy
Kosnoff Fasy, PLLC
520 Pike Street, Suite 1010
Seattle, WA 98101-4058

URSULINE WESTERN PROVINCE
C/O SUSAN G. BOSWELL
ONE S CHURCH AVE STE 1700
TUCSON, AZ 85701-1630

US SECURITIES & EXCHANGE COMM
ATTN: BANKRUPTCY COUNSEL
5670 WILSHIRE BLVD 11TH FLOOR
LOS ANGELES, CA 90036-5627

UnitedHealthcare Ins. Co.
P.O. Box 5840
Carol Stream IL 60197-5840

Ursuline Nuns
c/o John P. Christian
475 Sansome Street, Suite 1800
San Francisco CA 94111-3141

Ursuline Nuns
c/o Thomas Q. Johnson
Keller, Reynolds, Drake, Johnson
P.O. Box 598
Helena MT 59624-0598

W. Neil and Helen Hammer
2420 Whitefish Stage Road
Kalispell, MT 59901-6760

Wells Fargo Bank, N.A.
Business Direct Division
P.O. Box 29482
Phoenix, AZ 85038-9482

Wells Fargo Wealth Management
350 North Last Chance Gulch
Second Floor
Helena, MT 59601-5012

William P. Driscoll
Franz and Driscoll
21 N. Last Chance Gulch
Suite 210
Helena, MT 59601-4142

William and Jeanne Marie Jarrett
Box One
Washington, VA 22747

William and Mary Palmer
1616 Jerome Place
Helena, MT 59601-5253

Xerox Corporation
P.O. Box 7405
Pasadena, CA 91109-7405

BRUCE ALAN ANDERSON
ELSAESSER, JARZABEK, et al.
320 East Neider Avenue
Suite 102
COEUR D'ALENE, ID 83815-6007

FORD ELSAESSER
ELSAESSER, JARZABEK, et al.
PO BOX 1049
SANDPOINT, ID 83864-0855

Joseph Hrella
2510 McHugh
Helena, MT 59601-0248

KEITH TAXBOT
PATTERSON BUCHANAN FOBES & LEITCH, INC P
2112 THIRD AVENUE
SUITE 500
SEATTLE, WA 98121-2326

MICHAEL BAZLEY
RCCC SUITE K-44
12500 BRUCEVILLE ROAD
ELK GROVE, CA 95757-9784

MICHAEL PATTERSON
PATTERSON BUCHANAN FOBES & LEITCH INC PS
2112 THRID AVENUE
SUITE 500
SEATTLE, WA 98121

SCOTT JAMIESON
PATTERSON BUCHANAN FOBES & LEITCH, INC P
2112 THIRD AVENUE
SUITE 500
SEATTLE, WA 98121-2326

WILLIAM P DRISCOLL
FRANZ & DRISCOLL, PLLP
PO BOX 1155
HELENA, MT 59624-1155

The preferred mailing address (p) above has been substituted for the following entity/entities as so specified by said entity/entities in a Notice of Address filed pursuant to 11 U.S.C. 342(f) and Fed.R.Bank.P. 2002 (g)(4).

American Honda Finance Corporation
National Bankruptcy Center
P.O. Box 168088
Irving, TX 75016-8088
866-716-6441

Great America Financial Services
P.O. Box 660831
Dallas, TX 75266

(d)Honda Financial Services
P.O. Box 168008
Irving, TX 75016